

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF MISSISSIPPI**

**IN RE:        WAREHOUSE 86, LLC**  
  
**DEBTOR**

**CASE NO.    08-03423-ee**  
  
**CHAPTER    11**

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**UNITED STATES TRUSTEE'S APPLICATION FOR ORDER  
APPROVING APPOINTMENT OF CHAPTER 11 TRUSTEE**

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Comes now R. Michael Bolen, United States Trustee for Region 5 (hereinafter "UST"), by and through undersigned counsel, pursuant to 11 U. S. C. § 1104 and Fed. R. Bankr. P. 2007.1 and files his application to approve the appointment of Chapter 11 Trustee in the above styled and numbered cause, and in support thereof will show unto the Court as follows, to wit:

1.        On October 28, 2010, the Court entered an Agreed Order Directing the Appointment of a Chapter 11 trustee in this case.

2.        Pursuant to 11 U. S. C. § 1104(d), the UST, after consultation with parties in interest, is required to appoint, subject to the Court's approval, a disinterested person to serve as the Chapter 11 trustee whenever the Court orders such appointment.

3.        The UST has consulted with the following parties in interest pursuant to 11 U.S.C. § 1104(d) regarding the appointment of a Chapter 11 trustee, namely :

Lee Watt and Marcus	
Wilson	Attorneys for SCK, Inc. and RadioShack Corporation
James McCullough	Attorney for Overstock.com, Inc.
Stephen Rosenblatt	Attorney for Warehouse 86, LLC

4.        The UST, after consulting with the parties in interest, has appointed Kimberly R.

Lentz to serve as the Chapter 11 trustee in this case.

5. To the best of the UST's knowledge, Kimberly R. Lentz is disinterested; has no connections with the debtor, creditors, any other party in interest, their respective attorneys and accountants, the UST or any person employed by the UST, except those disclosed in her affidavit of disinterestedness, holds no interest adverse to the estate as more fully disclosed in the verified statement attached hereto; and is eligible to serve herein.

**WHEREFORE**, the UST requests that the Court enter an order approving the appointment of Kimberly R. Lentz as the Chapter 11 trustee in the above styled case.

The United States Trustee prays for all general and equitable relief to which entitled.

Respectfully submitted,

R. MICHAEL BOLEN  
United States Trustee  
Region 5, Judicial Districts  
of Louisiana and Mississippi

By: /s/ Ronald H. McAlpin  
RONALD H. McALPIN

Ronald H. McAlpin (MSB #2182)  
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IN RE: WAREHOUSE 86, LLC  
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CASE NO. 08-03423-ee  
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AFFIDAVIT OF KIMBERLY R. LENTZ

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Kimberly R. Lentz ("AFFIANT"), being duly sworn, deposes and says:


1. Affiant, an attorney, duly licensed to practice in the State of Mississippi, maintains offices at 2012 23rd Ave., Gulfport, Mississippi 39501.
2. Affiant has no connections with the debtor, creditors, any other party in interest, their respective accountants and attorneys, the United States Trustee, or any person employed in the office of United States Trustee except as set forth below:
  - Affiant is a member of the chapter 7 panel of trustees.

This the 1<sup>st</sup> day of November, 2010.

  
Kimberly R. Lentz ("AFFIANT")

**STATE OF MISSISSIPPI  
COUNTY OF HARRISON**

PERSONALLY CAME AND APPEARED BEFORE ME, the undersigned authority in and for the county and state aforesaid, the within named Kimberly R. Lentz, who, on her oath stated that she signed and delivered the above and foregoing Affidavit on the date and year therein mentioned and that the matters and facts stated therein are true and correct.

  
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Kimberly R. Lentz

SWORN TO AND SUBSCRIBED BEFORE ME, this the 1<sup>st</sup> day of  
November, 2010.

  
\_\_\_\_\_  
NOTARY PUBLIC

MY COMMISSION EXPIRES:



**CERTIFICATE OF SERVICE**

I, Ronald H. McAlpin, Assistant U. S. Trustee, do hereby certify that a copy of the foregoing pleading has been served this day on the below named individual(s) via first class U.S. Mail at the address listed below or by Notice of Electronic Filing via the email address on file with the Court's CM/ECF system:

Marcus Wilson

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Overstock.com, Inc.  
C/o Edwin W. Christensen  
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Salt Lake City, Utah 54212

Thomas Sales & Services, Inc.  
C/o Bobby Thomas  
2300 Sitler St., Bldg. 685  
Memphis, TN 38114

Dated: November 1, 2010

/s/ Ronald H. McAlpin  
Ronald H. McAlpin  
Assistant U. S. Trustee